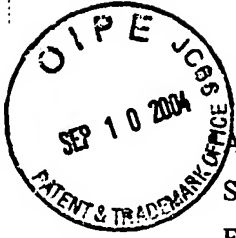


Express Mail Label No.: EV139502598US
Date of Deposit: September 10, 2004

Attorney Docket No. 24024-505
GE Ref. No.: 26691



IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

APPLICANTS: Peled et al.
SERIAL NUMBER: 10/774,843 EXAMINER: Not Yet Assigned
FILING DATE: February 9, 2004 ART UNIT: 1645
FOR: Expansion of Renewable Stem Cell Populations

DECLARATION IN SUPPORT OF 37 C.F.R. § 1.47 FILING

I, Sol Sheinbein, declare that:

- (1) I am employed as a Patent Agent at Ehrlich & Partners, and having a mailing address at Ayalon Tower, 15th Floor, 11 Menachem Begin Street, Ramat Gan, 52521, Israel;
- (2) Ehrlich & Partners is responsible for seeing that the Combined Oath, Declaration and Power of Attorney and Assignment documents for patent applications filed on behalf of Gamida Cell Ltd. employees are fully executed for filing with the United States Patent and Trademark Office;
- (3) Gamida Cell Ltd. has retained the Boston, Massachusetts law firm of Mintz, Levin, Cohn, Ferris, Glovsky and Popeo, P.C., to prepare and file the above-captioned United States patent application on its behalf;
- (4) Oren Rosen, Ph.D. ("Dr. Rosen") is a named co-inventor for the subject matter described in the above-captioned patent application;
- (5) Dr. Rosen was previously employed by Gamida Cell, Ltd., and at the time of Dr. Rosen's employment, he executed an Agreement in which he agreed to assign his "entire rights, title and interest worldwide in and to the Inventions and in all

BEST AVAILABLE COPY

intellectual property rights based upon the Inventions" to Gamida Cell, Ltd., and agreed "to execute all documents and take all steps necessary to assign to the Company and/or assist the Company to obtain the exclusive and absolute rights, title and interests in and to all Inventions, whether by the registration of patent, trademark, trade secret and/or any other applicable legal protection" (these obligations are contained in section 10 of the attached true copy of the Personal Employee Agreement as executed by Dr. Rosen on July 1, 2001);

- (6) On June 28, 2004, I personally caused a true copy of the above-identified patent application and Combined Oath, Declaration and Power of Attorney document, fully filled out for Dr. Rosen's signature, to be sent via Registered Mail of the Israeli Postal Service to Dr. Rosen's current address of 14 Moshe Kol Street, 93715, Jerusalem, Israel. I also personally caused a copy of these documents to be sent to Advocate Avner Manusevitz, who represents Dr. Rosen. Dr. Rosen did not execute and return any documents;
- (7) Dr. Rosen has previously refused to execute any "documents" related to patent applications naming him as an inventor, including Combined Declaration/Power of Attorney and Assignment documents conveying his rights in inventions to Gamida Cell, Ltd., and has requested all further contact be directed to Advocate Manusevitz;
- (8) Advocate Manuzsevitz previously stated on October 8, 2003 that Dr. Rosen is not willing to cooperate with Gamida Cell, Ltd. with regard to any patent applications;
- (9) Although Dr. Rosen has received all the documents, Dr. Rosen has refused and continues to refuse to execute the Combined Declaration, Oath and Power of

BEST AVAILABLE COPY

Attorney and the Assignment documents sent to him for the above-identified application.

- (10) All statements made in this Declaration are true, and further that these statements are made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Title 18, Section 1001 of the United States Code, and that any such willful false statement may jeopardize the validity of any United States Letters Patent resulting from the above-captioned United States patent application.

Date:

September 2, 2004

Sol Sheinbein

Signature of Sol Sheinbein

TRA 1953533v1

BEST AVAILABLE COPY